

GRAYSON BRUNS H
Form 4
June 02, 2011

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
GRAYSON BRUNS H

2. Issuer Name and Ticker or Trading Symbol
ACTIVE NETWORK INC [ACTV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

ABS VENTURES, 950 WINTER STREET, SUITE 2600

3. Date of Earliest Transaction (Month/Day/Year)
05/31/2011

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

WALTHAM, MA 02451

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	05/31/2011		C		3,991	A	Ⓣ 3,991	ABS Investors L.L.C. (2)
Common Stock	05/31/2011		C		10,058	A	Ⓣ 14,049	ABS Investors L.L.C. (2)
Common Stock	05/31/2011		C		1,424,946	A	Ⓣ 1,424,946	ABS Ventures IX, L.P. (3)
Common Stock	05/31/2011		C		358,865	A	Ⓣ 510,907	ABS Ventures

Common Stock	05/31/2011		C	942,482	A	<u>(1)</u>	1,453,389	I	VI L.L.C. <u>(4)</u> ABS Ventures VI, L.L.C. <u>(4)</u>
Common Stock	05/31/2011		C	315,920	A	<u>(1)</u>	1,769,309	I	ABS Ventures VI, L.L.C. <u>(4)</u>
Common Stock	05/31/2011		C	745,188	A	<u>(1)</u>	2,514,497	I	ABS Ventures VI, L.L.C. <u>(4)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount of Number of Shares
Series B-5 Preferred Stock	<u>(1)</u>	05/31/2011		C	62,857	<u>(1)</u> <u>(1)</u>	Common Stock 62,857
Series B-6 Preferred Stock	<u>(1)</u>	05/31/2011		C	158,407	<u>(1)</u> <u>(1)</u>	Common Stock 158,407
Series E Preferred Stock	<u>(1)</u>	05/31/2011		C	1,424,946	<u>(1)</u> <u>(1)</u>	Common Stock 1,424,946
Series B-5 Preferred	<u>(1)</u>	05/31/2011		C	5,651,429	<u>(1)</u> <u>(1)</u>	Common Stock 5,651,429

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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